

Metrocare
SERVICES

**BOARD OF TRUSTEES
MEETING MINUTES OF**

March 26, 2015

METROCARE SERVICES

REGULAR MONTHLY MEETING MINUTES of the BOARD OF TRUSTEES

A Regular Meeting of the Board of Trustees of Metrocare Services convened on Thursday, March 26, 2015 at 1380 River Bend Dr., Dallas, Texas 75247 (Charles M. Cooper, Board Rm.)

I. Call To Order/Roll Call

Ms. Martinez extended greetings to everyone and called the meeting to order at 1:30 p.m. A quorum was present. Board members present were:

Jill Martinez, Madame Chairman
Judy N. Myers, Vice chairman
Corey Golomb, Secretary
Julie Noble
Dr. Brenda Richardson-Rowe
David Aston
Leslie H. Secrest, MD

The following staff were in attendance: Linda Thompson, Tom Clark, Dr. Judith Hunter, Kyle Munson, Sandy Stephens, Jennifer Bell, Ken Medlock, and Ratana K. DeLuca.

Guest Present: Gary Keep, Terry Bennett, Richard Best, Bob Robertson, Ken Mogbo, Amanda Esquivel, Doug Barnes, Germaine White, S.C. Thomas, Brooks Love and Shay Cathey.

II. **CITIZENS' COMMENTS:** The procedure for public comments was available at the meeting for those interested. No public comment was received.

III. ISSUES TO BE CONSIDERED:

Consideration of Approval of the Minutes of the Metrocare Services Special Called Meeting for March 10, 2015. The Special Called meeting minutes of March 10, 2015 were made a part of the packet. Ms. Martinez called for any changes or corrections to the minutes of the previous meeting.

Motion: Ms. Golomb moved to approve the Board meeting minutes of March 10, 2015 as printed. All were in favor, and the motion carried.

Madame Chairman's Report:

- Ms. Martinez said the Ribbon Cutting at the Midway clinic took place this morning and it was well attended. She congratulated everyone.
- Ms. Martinez announced that Mr. David Gutierrez has decided to file as a candidate for the Irving City Council and has resigned his position on the Board.

- The Commissioners court appointed Dr. Angela Moemeka to serve on our Board. Dr. Moemeka is vice president and medical director for community health with Children's Health System of Texas. She will go through orientation next month.
- Ms. Martinez said she and Dr. Burruss met with County Judge Clay Jenkins and Dr. Theresa Daniel to discuss several issues relevant to Metrocare including the status of NorthSTAR and the Sunset Commission's report. She said progress is being made towards finding a candidate to replace Ms. Noble whose appointment expired last year.
- Ms. Martinez said that on March 24, 2015 both Ms. Golomb and Ms. Myers were re-appointed by the commissioner's court to serve another two-year term on the Metrocare Board.

Annual Election of Officers in Accordance with Board Policy 1.06: Ms. Martinez said that during the month of March the Board elects new officers and opened the floor for nominations for Chair.

Board Chair: Ms. Noble nominated Ms. Jill Martinez for the position of Board Chair. Ms. Golomb seconded. There were no other nominations. The vote was unanimous for Ms. Martinez to hold the position of Board Chair. Ms. Martinez was elected by acclamation.

Vice-chairman: Ms. Golomb nominated Ms. Judy Myers for the position of Vice-chairman. There were no other nominations. Ms. Myers was elected by acclamation.

Secretary: Ms. Myers nominated Ms. Corey Golomb for the position of Secretary. There were no other nominations. Ms. Golomb was elected by acclamation.

Annual Assignment of Board members to committees in Accordance with Board Policy 1.06:

Annual Assignment of Board members to committees in Accordance with Board Policy 1.06: Ms. Martinez said the following individuals have agreed to serve on the following committees.

- **Provider Services:** Julie Noble, chair, Leslie H. Secrest, MD, and Judy Myers, members.
- **Development and Communications:** Julie Noble, chair, Leslie H. Secrest, MD, and Judy Myers, members.
- **Finance and Administration:** Judy Myers, chair, Leslie H. Secrest, MD, and Julie Noble, members.
- **Compliance Liaison:** Corey Golomb
- **IDD Advisory Committee Liaison:** Dr. Brenda Richardson-Rowe
- **Quality and Authority Services:** David Aston, chair, Judy Myers and Dr. Brenda Richardson-Rowe, members.
- **Legislative Action Committee:** No appointment at this time. Waiting to get all of the board members in.

Ms. Martinez said she will adjust the committees as the new board members get appointed.

Annual Auxiliary Membership Meeting: Sandy Stephens announced that on Thursday, April 23rd the Auxiliary membership meeting will take place at the Atrium located across the street on 1345 River Bend Dr., then at approximately 12:00 pm the group will walk across the street to 1330 River Bend to take a tour of the Center for Children with Autism at Metrocare (CCAM). Between the hours of 10:00 am and 12:00 pm board members will be taking individual pictures and then a group picture. This will give the board members time to participate in the tour of CCAM.

Board Liaison Reports:

Mental Health Advisory Committee (MHA): (Marilu Velez Thorn, Madame Chairman, Dr. Brenda K. Richardson Rowe, Board liaison): Dr. Richardson-Rowe said the MH Advisory committee met on February 2, 2015. She called on Mr. Clark to present the MHA committee report. Mr. Clark said the committee met on February 2nd and there was a quorum present. He said representatives from the Marketing firm of Sullivan and Perkins presented information on their marketing strategies for Metrocare.

TX Council of Community Centers: (Jill Martinez, Board liaison): Ms. Martinez said the TX Council quarterly meeting took place in January. The next Quarterly meeting is scheduled to take place in April. She said the TX Council continues to monitor what's going on with legislature. She provided the following web-site for the TX council www.txcouncil.com for those interested in these reports.

Next Committee and Board meeting schedule:

- On Tuesday, April 21st, the Provider Services Committee will meet at 11:30 am with the Development and Corporate Communications committee meeting following immediately after at approximately 12:15 pm, and the Finance and Administration Committee following at approximately 12:45 pm. The meetings will be held at this same location.
- On Thursday, April 23rd, just two days later, the Quality & Authority committee will meet at 12:45 pm with a Board training following at approximately 1:00 pm, and the Board meeting following immediately after at approximately 1:30 pm. The Legislative Action Committee will meet as a committee of the whole. All the meetings will be held at this same location.

Other Meetings/Events:

Saturday, April 11, 2015, 9:00 am. Ms. Martinez invited everyone to join us at the 3rd Annual Run with Metrocare 5K. The event will be held at Bonner Park in Dallas, TX.

June 17 – 19, 2015: 30th Annual TX Council of Community Centers Conference:

Ms. Martinez said this year's TX Council conference will be held in Houston, TX at the Westin Galleria. She asked those planning to attend to please notify Martha Toscano.

Chief Executive Officer's Report:

Services Presentation: Intellectual and Developmental Disabilities, Dr. Aliya Sheriff, presenter.

Dr. Sheriff presented the story of a 25-year old Caucasian male who came to Metrocare when he was 13 years old. She said he is non-verbal, but has very good receptive language. This client used to engage in self injurious behavior on a daily basis, hitting his head on the wall causing open wounds, he was aggressive towards staff and non-compliant. Since coming to DD-ACT his behaviors and aggression have improved and he now puts his helmet on if he feels his behaviors coming on. He does not have any more raw open wounds. Staff are being train on how to deal with behaviors and implement a communication system.

Ms. Thompson and the Board thanked Dr. Sheriff for her presentation.

Consideration of Acceptance of Chief Executive Officer Report for FY15 Business Plan Progress through February 2015: This report was made a part of this packet. Ms. Thompson said Dr. Burruss was not able to be with us today and asked if anyone had any questions for his report? There were no questions posed for this item.

Motion: Ms. Golomb made a motion to accept the Chief Executive Officer Report for FY15 Business Plan Progress through February 2015. All were in favor, and the motion carried.

Finance and Administration Committee: Ms. Myers referred to Mr. Munson to present his report.

Consideration of Acceptance of the Financial Report for January 2015 (unaudited): Mr. Munson said his report was presented in detail at the Finance and Administration committee and asked if anyone had any questions. There were no questions posed for this item.

Motion: Ms. Martinez said this comes as a committee recommendation and a second is not required, as the recommendation came from the committee. All were in favor, and the motion carried.

Consideration of Acceptance of the Financial Report for February 2015 (unaudited): Mr. Munson said his report was presented in detail at the Finance and Administration committee and asked if anyone had any questions. There were no questions posed for this item.

Motion: Ms. Martinez said this comes as a committee recommendation and a second is not required, as the recommendation came from the committee. All were in favor, and the motion carried.

Consideration of Acceptance of FY15 Second Quarter Reports on Finance: Mr. Munson said the FY15 Second Quarter reports were presented in detail at the Finance and Administration committee. He said there was nothing extraordinary to report. There were no questions posed for this item.

Consideration of Approval of Revision to Board Policy 2.04 on Fees for Services: Mr. Munson said the only revisions made to this policy were to the Mission and Goals. There were no substantive changes made.

Motion: Ms. Martinez said the FY15 Second Quarter Report on Finance, and the Revision to Board Policy 2.04 come as a committee recommendation and a second is not required, as the recommendation came from the committee. All were in favor, and the motion carried.

Consideration of Acceptance of Human Resource Report for February 2015: Kyle Munson said Ms. Bell presented this report in detail at the Finance and Administration committee and remains unchanged.

Motion: Ms. Martinez said this comes as a committee recommendation and a second is not required, as the recommendation came from the committee. All were in favor, and the motion carried.

Consideration of Acceptance of Information Technology Quarterly Report: Ms. Thompson said Mr. Price presented a report of the Information Technology department and spoke to XenatiX, the new electronic health record system his team is presently working on. She said this report was presented in detail at the Finance and Administration committee and remains unchanged.

Motion: Ms. Martinez said this comes as a committee recommendation and a second is not required, as the recommendation came from the committee. All were in favor, and the motion carried.

Report of the Provider Services Committee: Ms. Martinez called on Dr. Secrest. Dr. Secrest referred to Dr. Hunter for the Medical Services report.

Consideration of Acceptance of Medical Staff Services Report for February 2015: Dr. Hunter said that this report was thoroughly reviewed on January 20th and it remains unchanged.

Motion: Ms. Martinez said this comes as a committee recommendation and a second is not required, as the recommendation came from the committee. All were in favor, and the motion carried.

Consideration of Acceptance of Behavioral Health Service Delivery Report for February 2015: Mr. Clark presented an update to his report. He said Metro Dallas Homeless Alliance is putting together a data base to best assist 211 callers to have more information available in the near future. The rest of his report remains unchanged.

Motion: Ms. Martinez said this comes as a committee recommendation and a second is not required, as the recommendation came from the committee. All were in favor, and the motion carried.

Consideration of Acceptance of the Developmental Disabilities Report for February 2015: Mr. Clark said this report was presented at the Provider Services committee meeting and it remains unchanged.

Motion: Ms. Martinez said this comes as a committee recommendation and a second is not required, as the recommendation came from the committee. All were in favor, and the motion carried.

Consideration of Approval of Resolution Authorizing the Submission of an Application for the Renewal of the FY15 Community Development Block Grant Funding with the City of Irving: Mr. Clark said this application requires this resolution from the Board approving the Chief Executive Officer's authority to act in all matters in connection with this application and Metrocare Services. This application provides supported housing to citizens residing in Irving.

Motion: Ms. Martinez moved to approve the Resolution Authorizing the Submission of an Application for the Renewal of the FY15 Community Development Block Grant Funding with the City of Irving and authorizing the Chief Executive Officer to act in all matters in connections with this application and Metrocare Services. All were in favor, and the motion carried.

Consideration of Approval of Resolution Authorizing the Chief Executive Officer and his/her/their successors to negotiate, on terms and conditions that he/she/they may deem advisable, a contract or contracts with the Texas Department of Aging and Disability Services (DADS), and to execute the contract or contracts on behalf of the Local Governmental Entity, and further we do hereby give him/her the power and authority to do all things necessary to implement, maintain, amend, renew or request closure of the contract. Although the authority of the successors is binding on this Entity, it is acknowledged that this entity must specifically authorize another party by name in a resolution within 30 days of the change in authorization, or when specifically required by DADS, whichever is sooner.

Motion: Ms. Martinez moved to approve the Resolution Authorizing the Chief Executive Officer and his/her/their successors to negotiate, on terms and conditions that he/she/they may deem advisable, a contract or contracts with the Texas Department of Aging and Disability Services (DADS), and to execute the contract or contracts on behalf of the Local Governmental Entity, and further we do hereby give him/her the power and authority to do all things necessary to implement, maintain, amend, renew or request closure of the contract. All were in favor, and the motion carried.

Consideration of Approval of Appointment to the Mental Health Advisory Committee (MHA): Mr. Clark said the MH Advisory committee recommended the following individual for appointment.

- Leslie Sanders

Motion: Ms. Martinez said this comes as a committee recommendation and a second is not required, as the recommendation came from the committee. All were in favor, and the motion carried.

Report of the Quality and Authority Services Committee: Ms. Martinez referred to Mr. David Aston for this report. Mr. Aston said the committee met prior to the Board and the reports were provided in detail at that time. He called on Ms. Linda Thompson to present a brief summary of these reports.

Consideration of Approval of the Quality Management Report for February 2015:

Consideration of Approval of FY15 Second Quarter Reports on Service Delivery:

- Local Plan
- Medical Records

Consideration of Approval of FY15 Second Quarter Reports on Quality Management and Research:

- DADS Performance Contract Requirements
- Research Activities

Ms. Thompson said these reports were presented at the Quality & Authority committee meeting prior to the Board meeting.

Motion: Ms. Martinez said the Quality Management Report for February 2015, the FY15 Second Quarter Reports on Services Delivery and the FY15 Second Quarter Reports on Quality Management come as a committee recommendation and a second is not required, as the recommendation came from the committee. All were in favor, and the motion carried.

Report of the Chief Compliance Office: Ms. Golomb called on Ms. Ratana DeLuca to present the Chief Compliance report. Ms. DeLuca said the following Board Policies were presented in detail at the Finance and Administration committee and there are no changes or updates to report.

Consideration of Approval of the new Board Policy on Open Door Policy 3.02:

Consideration of Approval of the new Board Policy on Code of Conduct 3.03:

Consideration of Approval of the new Board Policy on Administration, Safeguard and Security of Protected Health Information (PHI) and Electronic Protected Health Information (ePHI) 3.05:

Motion: Ms. Martinez said this comes as a committee recommendation and a second is not required, as the recommendation came from the committee. All were in favor, and the motion carried.

Report of the Development and Corporate Communication Committee: Ms. Noble called on Ms. Sandy Stephens for this report.

Consideration of Acceptance of the Development and Corporate Communications Report for February 2015: Ms. Stephens said this report was presented in detail at the committee. She presented a couple of highlights from her report. She said that this year more people have signed up to participate in the 5K Run with Metrocare than in previous years. She said a handout with information on "self-pay" was developed with the help of staff Rolanda Williams. She said over \$91K were awarded to the ACER grant by the Department of State Health Services (DSHS).

Motion: Ms. Martinez said this comes as a committee recommendation and a second is not required, as the recommendation came from the committee. All were in favor, and the motion carried.

Report of the Legislative Action Committee: This report was made a part of this packet. Ms. Martinez called on Ms. Stephens for this report.

Consideration of Acceptance of the Legislative Action Committee Report for February 2015: This report was made part of the packet. Ms. Stephens presented a verbal report on behalf of Mr. Hernandez. She said there are four main topics the Sunset Review is looking. She said Mr. Hernandez is tracking all bills filed. There were no questions posed for this item.

Motion: Mr. Gutierrez moved to accept the Legislative Action Committee Report for December 2014. All were in favor, and the motion carried.

IV. EXECUTIVE SESSION: At 2:30 pm Ms. Martinez announced a Closed Session pursuant to Subchapter D, Section 551.074 of the Texas Open Meetings Act (Chapter 551 of the Government Code) for the purpose of discussing personnel matters., i.e:

- CEO's Contract, Compensation & 2015 Evaluation Review

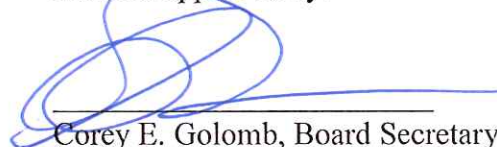
V. RETURN TO OPEN SESSION: The meeting return to open session at 3:05 pm. Ms. Martinez said that the Closed Session was to discuss the CEO's Contract, Compensation and 2015 Evaluation Review. There was no action taken during Closed Session.

Consideration of Approval of Extension of the Current Chief Executive Officer Contract:

Motion: Dr. Secrest moved to approve the CEO/s Contract, Compensation & 2015 Evaluation Review. Dr. Brenda Richardson Rowe seconded. Ms. Martinez announced this was a unanimous vote. All were in favor, and the motion carried.

VI. MEETING ADJOURNMENT: There being no further business to come before the Board, Ms. Martinez adjourned the meeting at 3:07 pm.

Minutes approved by:



Corey E. Golomb, Board Secretary

Minutes distributed by:
Martha L. Toscano
Executive Assistant to the CEO/Board of Trustee